

**Exhibit 61**

**From:** Cook, Dick <Dick.Cook@disney.com>  
**Sent:** Monday, January 15, 2007 12:20 AM  
**To:** Catmull, Ed <ec@pixar.com>  
**Subject:** Re: Zemeckis

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I agree. We will reaffirm our position again. As for Pixar or Disney, they absolutely know they are off limits.

-----Original Message-----

From: Ed Catmull <ec@pixar.com>  
To: Cook, Dick <Dick.Cook@disney.com>  
Sent: Sun Jan 14 17:33:47 2007  
Subject: Zemeckis

Dick,

Regardless of what John thinks about motion capture, we have a serious problem brewing.

The HR folks from the CG studios had their annual get together in the bay area last week. At that time, we learned that the company that Zemeckis is setting up in San Rafael has hired several people away from Dreamworks at a substantial salary increase. I know there is a logic to being up here because of ILM's weakened state, but every time a studio tries to grow rapidly, whether it is Dreamworks in 2D animation or Sony in 3D, it seriously messes up the pay structure.

I know that Zemeckis' company will not target Pixar, however, by offering higher salaries to grow at the rate they desire, people will hear about it and leave. We have avoided wars up in Norther California because all of the companies up here - Pixar, ILM, Dreamworks, and couple of smaller places- have conscientiously avoided raiding each other.

I will try to set up a meeting with Steve Starky, but I fear that their need to grow rapidly will trump what I say. This will be disastrous for us if they start raiding the other studios.

At the very least, I would like the kind of relationship that Pixar has with Disney in that people cannot be considered to move back and forth. However, even raiding other studios has very bad long term consequences. It is really important that they don't cause a major upset just to get going quickly.

Thanks,  
Ed